BEFORE THE TENNESSEE REGULATORY AUTHORITYE IVED NASHVILLE, TENNESSEE

November 22, 2004

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Re: Petition to Establish Generic Docket to)	T.R.A. DOCKET ROOM
Consider Amendments to Interconnection)	Docket No. 04-00381
Agreements Resulting from Changes of Law)	

PETITION TO INTERVENE OF COMPSOUTH

Competitive Carriers of the South, Inc ("CompSouth")¹ petitions the Authority to intervene in the above-captioned proceeding pursuant to T.C.A. § 4-5-310(a).

CompSouth is a coalition of competitive local exchange carriers certified by the Tennessee Regulatory Authority ("TRA"). This proceeding will address, among other things, the terms and conditions under which CompSouth members may operate in Tennessee. Specifically, this proceeding will consider the impact of decisions of the Federal Communications Commission and the federal courts upon interconnection agreements between CompSouth members and BellSouth Telecommunications, Inc. Therefore, the legal rights, duties, privileges, immunities, or other legal interests of CompSouth's members may be affected or determined by the outcome of this proceeding. Granting this petition will not impair the interests of justice or the orderly and prompt conduct of these proceedings.

CompSouth, therefore, asks that this Petition to Intervene be granted.

Respectfully submitted,

Henry Walker

Boult, Cummings, Conners & Berry, PLC

414 Union Street, Suite 1600 Nashville, Tennessee 37219

(615) 252-2363

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¹ The members of CompSouth include Access Integrated Networks, Inc., Access Point Inc., MCI, Birch Telecom, Covad Communications Company, AT&T, Talk America, Nuvox Communications, Inc., ITC^DeltaCom, Xspedius Communications, Momentum Telecom, Inc., Network Telephone Corp., KMC Telecom, LecStar Telecom, Inc., Z-Tel Communications, Inc., InLine and IDS Telcom LLC.

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been forwarded electronically and via U.S. Mail, postage prepaid, to:

Guy M. Hicks BellSouth Telecommunications, Inc. 333 Commerce Street Suite 2101 Nashville, TN 37201-3300

on this the 22nd day of November, 2004.

Henry Walker